



June 30, 2016

Company Name: Universal Entertainment Corporation  
Representative: Jun Fujimoto  
Representative Director and President  
(JASDAQ Code : 6425)  
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## Notice on Matters Concerning Controlling Shareholder

The following outlines matters concerning controlling shareholder OKADA HOLDINGS LIMITED, the parent company of Universal Entertainment Corporation (the “Company”) as of March 31, 2016.

### 1. Parent company trade name

(As of March 31, 2016)

Name	Category	Voting rights holding ratio (%)			Financial instrument exchange etc. on which issued shares are listed
		Direct holding portion	Combined portion	Total	
OKADA HOLDINGS LIMITED	Parent company	74.20	—	74.20	N/A

Note: The voting right holding ratio shown above is truncated to two decimal places.

### 2. The Company’s position as a listed company in the corporate group comprising the parent company and other companies, and relationship with other listed companies and the parent company

Kazuo Okada, Chairman and Sachiko Okada, Director of the Company are shareholders of OKADA HOLDINGS LIMITED, and the former serves as First Director of OKADA HOLDINGS LIMITED. The Company is neither likely to be subjected to any operating restrictions, risks or disadvantages nor see its business activities impeded due to belonging to the corporate group comprising the parent company and other companies. Moreover, its decision-making for business activities is done independently, which has led us to understand that a certain level of independence is secured by the Company.

### 3. Matters concerning transactions with the controlling shareholder

(In millions of yen)

Category	Company name	Ratio of voting rights held by (in) the Company	Relations with the party concerned	Transaction description	Transaction value	Account	Period-end balance
Parent company	OKADA HOLDINGS LIMITED	74.2% directly held in the Company	Provision of collateral	Receipt of collateral provided (Note)	—	—	—

Note: OKADA HOLDINGS LIMITED provided the Company with its shares (54,452,000 shares) as collateral for its loans from some financial institution. This security arrangement, however, was terminated as of March 31, 2016. The Company paid no guarantee fee to OKADA HOLDINGS LIMITED.

### 4. State of implementation of minority shareholder protection measures in the event of entering into a transaction with the controlling shareholder

When entering into a transaction with the controlling shareholder, the Company considers and handles it carefully in light of market prices to prevent minority shareholders' interests from being compromised. Moreover, we obtain opinions from an entity which does not have an interest in the controlling shareholder, consult with lawyers and request a third-party agency to conduct an assessment, as required, thereby ensuring that the transaction is an appropriate and fair one just like ordinary transactions.

### 5. Statement that the parent company is not subject to continuous disclosure

The parent company is not subject to continuous disclosure.

### 6. The Company's future position in the corporate group comprising the parent company and other companies, and the Company's relationship with the parent company and other companies

No change is planned to be made to the Company's future position in the corporate group and relationship with the parent company and other companies.